

**Executive Session Minutes
Of
The Foxboro Water and Sewer Commissioners
October 26, 2010**

Members in Attendance: Chairman P. Henderson, Vice Chairman M. Stanton, Water and Sewer Superintendant L. Potter, Board of Selectmen Members: Linda Walsh, Lorraine Brue, Larry Harrington, Paul Mortenson, James DeVellis, Finance Director Randy Scollins, AECOM Bob Bell, Town Counsel Paul DeRensis, Town Manager Kevin Paicos

The meeting was called to order at 6:00 in the Gala meeting room at the Foxboro Town Hall.

A motion to enter into Executive Session to discuss the purchase, exchange or lease of real property was approved by role call vote, M. Stanton – yes, P. Henderson – yes.

P. Henderson informed the group that the Patriot's have proposed giving the town \$358,000 per year for 30 years with an optional discretionary payment of \$42,000 which would depend on the economy and other factors. He stated that Bob Bell has told him that this is worth more than the construction costs of building a plant and is a very generous offer.

There are still things that need to be worked out in regards to the rebidding of the lease. Town Counsel has stated that if the lease is rebid under the existing terms from the May 2007 agreement that something could be formulated that would meet all procurement issues. The Patriot's are willing to go through the RFP process if all the same conditions are there.

Things still need to be fine tuned, giving the Patriot's the option of buying the billboards or tank advertizing from the town is one, although not all are in agreement of doing this.

L. Harrington stated that the Board of Selectmen is still split on the issues, not all are in agreement with Town Counsel's opinion. He would like to know that the town is protected and feels it would be better for all to get the rebid; it would satisfy the law in regards to compliance.

Unanimous support is needed from both the Board of Selectmen and the Board of Water and Sewer Commissioners. Bidding and legal work takes time. L. Harrington would like to continue to push to get this done as soon as possible.

Town Counsel DeRensis stated that a town meeting vote is needed for a lease of more than three years.

M. Stanton wanted to know if it's better to go to Town Meeting and then go out for bids, or get the bids and then go to Town Meeting.

P. DeRensis stated that it's better to go to town meeting with a deal, it's clearer for the townspeople to understand. The RFP could be subject to Town Meeting vote.

A date for a Fall Town Meeting is still being worked out; the earliest it would be is in December. The RFP could be done by then if the Kraft's are in agreement.

The group is looking at the values of the tower; L. Harrington wanted to be sure that the town doesn't get less than what they are getting now.

There was a discussion of IFB (Invitation for Bids) versus RFP (Request for Proposal).

M. Stanton stated that he doesn't want to see a Gillette competitor on the tank. K. Paicos is reasonably certain that no one could beat this deal and proposed declaring sole source procurement. This would still be a fair and open process that is transparent as possible.

Bob Bell stated that they could build a plant for \$7.3 million, the same price that they received three years ago is still the same now due to the economy.

P. Mortenson wanted to know if he could see the profit and loss for the billboard advertizing for the past three years.

K. Paicos proposed that the RFP be structured such that "the billboard income only" and "billboard income with treatment plant revenue" to find out if someone would be interested in just the billboards at \$700,000. Then they could get closure on the whole process.

M. Stanton stated that he has spoken with some billboard owners; most of them have land leases with a discounted cash flow.

R. Scollins stated that there is no way somebody else could beat the current terms the town has with the Patriots.

R. Scollins and L. Potter can review the accounts and agreements.

The \$360,000 proposed is guaranteed, any ad revenue is not and could fluctuate.

K. Paicos stated that the specific information that Mr. Mortenson is asking for are incomes being projected, the billboards are a floating number currently at 50%, so the town's half of the number needs to be greater than \$400,000 per year including maintenance.

There is two years left on the current deal, a new contract would have to be negotiated after 2012, and they may loose the \$358,000 offer.

L. Brue appreciated the effort to address the 30B issue.

P. Henderson would like to see a value for the reuse tank.

L. Harrington stated that the Patriot's are willing to pay extra money, plus pay any value for the ad on the tower; this is not an unreasonable offer.

The Patriot's have been trying to get an advertiser for the tower; they have recently dropped their price to see if there is any interest.

The Board discussed a vote on proceeding with this process.

A motion to authorize the issuance of an RFP for the purpose of leasing rights of the billboards and the reuse tank on a 50/50 income split and further accept the funds amortizing the cost of sewer infrastructure was made by M. Stanton. The motion failed 0-2.

An amended motion to instruct the Chief Procurement Officer to start the process of developing an RFP that quantifies the existing terms in the May 14, 2007 agreement was made by M. Stanton. The motion passed 2-0.

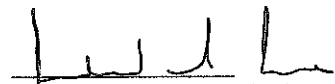
The Board of Selectmen made the same motion, it passed 5-0.

The Executive Session was adjourned at 6:50.

Respectfully Submitted,

Diana Gray

These minutes of October 26, 2010 were approved as amended on October 18, 2011.


Richard Pacella, Clerk

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